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R. WHITE

FLORIDA DEPARTMENT OF STATE DIVISION OF CORPORATIONS

COVER LETTER

TO: Amendment Section

Division of Corporations

SUBJECT: MY-CY CORP.

The enclosed Certificate of Conversion and fee are submitted to convert a Florida Profit Corporation into an "Other Business Entity" in accordance with s. 607.1113, F.S.

Please return all correspondence concerning this matter to:

Lauren M. Douglas, Corporate Paralegal West & Feinberg, P.C. 4550 Montgomery Avenue, Suite 775N Bethesda, MD 20814 <u>ldouglas@wflaw.com</u>

For further information concerning this matter, please call:

Lauren M. Douglas, 301-951-1500

Enclosed is a check for the following amount: \$52.50 for filing fee, certified copy and Certificate of Status.

STREET ADDRESS:

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

Amendment Section Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

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CERTIFICATE OF CONVERSION

of

MY-CY CORP., a Florida Profit Corporation Into

MY-CY CORP., a Virginia Profit Corporation ("Other Business Entity")

This Certificate of Conversion is submitted to convert the following Florida Profit Corporation into an "Other Business Entity" in accordance with s. 607.1113, Florida Statutes.

- 1. The name of the Florida Profit Corporation converting into the "Other Business Entity" is: MY-CY Corp.
- 2. The name of the "Other Business Entity" is: MY-CY Corp.
- 3. The "Other Business Entity" is a stock corporation incorporated under the laws of the Commonwealth of Virginia.
- 4. The above referenced Florida Profit Corporation has converted into an "Other Business Entity" in compliance with Chapter 607, F.S., and the conversion complies with the applicable laws governing the "Other Business Entity."
- 5. The Plan of Conversion was unanimously authorized and approved by the Board of Directors and Stockholder of the converting Florida Profit Corporation in accordance with Chapter 607, F.S.
- 6. This Conversion was effective under the laws governing the "Other Business Entity" on July 1, 2014.
- 7. This Conversion shall be effective in the State of Florida on July 1, 2014.
- 8. The "Other Business Entity's" principal office address, if any is: 6031 Leesburg Pike, P.O. Box 1040, Bailey's Crossroads, Fairfax County, Virginia 22041.
- 9. The "Other Business Entity" is not and will not be registered to transact business in Florida, and therefore appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce obligations of the converting Florida profit corporation, including any appraisal rights of shareholders of the converting Florida profit corporation under ss. 607.1301-607.1333, Florida Statutes, and lists the following street and mailing address of an office which the Florida Department of State may use for purposes of s. 607.1114(4), Florida Statutes: 6031 Leesburg Pike, P.O. Box 1040, Bailey's Crossroads, Fairfax County, Virginia 22041.
- 10. The "Other Business Entity" has agreed to pay any shareholders having appraisal rights the amount to which they are entitled under ss.607-1301-607.1333, F.S.

Signed this 30th day of April, 2014, effective July 1, 2014.

Jay E. Katzen, President

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State Corporation Commission

CERTIFICATE OF GOOD STANDING

I Certify the Following from the Records of the Commission:

That MY-CY CORP, is duly incorporated under the law of the Commonwealth of Virginia;

That the date of its incorporation is July 25, 2014;

That the period of its duration is perpetual; and

That the corporation is in existence and in good standing in the Commonwealth of Virginia as of the date set forth below.

Nothing more is hereby certified.



Signed and Sealed at Richmond on this Date: August 1, 2014

Joel H. Peck, Clerk of the Commission

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